ZedCoast Center • 1680 SW Rayshore Bled. • Part St. Lucie, FL 34904-3590 USA Telephone: 407/879-6666 • Fax: 407/879-7388 • E-Mail: ZedCoast@aol.com

December 29, 1995

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

RE:

LATIN COAST L. C.

Enclosed please find the following:

- Articles of Organization of LATIN COAST, L. C.
- 2. Acknowledgment & Acceptance of Registered Agent
- Florida Statute 608.407 Affidavit
- Check #55959 in the amount of \$337.50 to cover the filing fee (\$250); Registered Agent (\$35); Certified Copy (52.50).

Please return the certified copy and related documents to my attention at 1680 S. W. Bayshore Boulevard, Port St. Lucie, FL 34984.

Patricia C. Mabry

VP/Administration /

100001676491 -01/03/96--01042--002 ****337.50 ****337.50

/pa: encl.

Via Fed X this date

Buc. 96

Called 1-8-96 - afficiant page



ZedCoast Center • 1680 SW Bayshore Bled. • Port St. Lucie, FL 34984-3598 USA Telephone: 407/879-6666 • Fax: 407/879-7388 • E-Mail: ZedCoast@aol.com

January 11, 1995

Doris McDuffie Florida Depailment of State Division of Comporations 409 East Gaims. Street Tallahassee, for 32390

RE: LATIN COAST L. ..

Dear Ms. wedbutfier

As per our telephone compensation recording the above referenced documents which were sent to your offer on Ounce, or alone find attached a revised Affidavit when whateates the formal assume of contribution for LATIN COAST L.C.

Please don't headtate to contact mo at 407/879-6666 if you have may further questions. Thank you for your holp in this matric:

Sincerely,

Patricia C. Mabry VP/Administration

/pm encl.

Via UPS Red this date



ZedCoast Center • 1680 SW Rayshore Bled, • Port St. Lucie, FL 34984-3598 USA Telephone: 407/879-6666 • Fax: 407/879-7380 • E-Mail: ZedCoast@aol.com

January 12, 1995

Dorts McDuffle Florida Department of State Division of Corporations 409 Eaglt Gaines Street Tallahussee, FL 32399

RE:

LATIN COAST L.C.

Dear Ms. McDuffie:

As per our texephone conversation today regarding the above referenced documents which were sent to your office on December 29th, please find attached a <u>revised</u> Affidavit which and trates the botal amount of contribution for LATIN COAST L.C. and which has a more detailed explanation for #4 and #5.

As I inducated on the telephone, #4 is a minus amount, therefore the total contribution for each member is:

> 83,500 + 814,00m - Minus + 54mite: \$16,400.00 \$ 9,148.74 TOTAL CONTRIBUTION:

Please Com't hesitate to contact me at 407/879-6666 if you have any further questions. Thank you for your help in this matter.

\$ 7,351.25

Sincerely,

Tooler 6 Patricia (C. Mabry VP/Administration

/pm encl.

Via UPS Red this date

ARTICLES OF ORGANIZATION
OF

LATIN COAST, L.C.

FILED 96 JAN 16 PN 2:00 SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned hereby enter into these Articles of Organization of a Limited Liability Company, by and between COASTCOM CORPORATION, a Florida corporation, and LATIN PRESS, INC., a New Jersey Corporation, and pursuant to Chapter 608, Florida Statues, hereby organize LATIN COAST, L.C. and further agree:

ARTICLE I

The name of the Limited Liability Company is LATIN COAST, L.C.

ARTICLE II

The period of its duration shall be for fifty (50) years from the date of filing of these Articles of Organization with the Florida Department of State, subject to disassociation and termination events.

ARTICLE III

The Limited Liability Company is organized for the purposes as follows:

Page 1

RAR

- (a) To organize, plan, create, advertise, promote, and publish industry trade magazines for various industries and geographic regions, including, but not limited to, the paper and adhesives/coatings/paint industries;
- (b) To organize, plan, create, advertise, promote, and conduct industry trade shows, conventions, seminars, educational functions for various industries and geographic regions including, but not limited to, the paper and adhesives/coatings/paint industries;
- (c) To perform fully any agreement with any member of the Limited Liability Company;
- (d) To have all of the powers of Limited Liability

 Companies generally organized and existing under Chapter 608, Florida

 Statutes or such powers as shall hereafter be conferred upon such

 companies by the laws of the State of Florida.

ARTICLE IV

The Limited Liability Company shall have its principal place of business at 1680 S W Bayshore Boulevard, Port St. Lucie, Florida; and its registered office shall be 1680 S W Bayshore Boulevard, Port St. Lucie, Florida. Its initial registered agent shall be Robert Schweiger, 1680 S W Bayshore Boulevard, Port St. Lucie, Florida.

ARTICLE V

Additional Members may be admitted upon such terms,
Page 2

conditions, agreements, and understandings as shall be agreed upon by the members including contributions to capital and future contributions of capital. No new Member, whether by acquisition of a capital position or acquisition in whole or in part of another Member's interest in the Company, shall be allowed, except upon the mutual consent and agreement of each Member to the proposed transfer or assignment or entry which consent shall be in writing, to vote on any matters.

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member (disassociation event) the Company shall dissolve, unless within thirty (30) days of the date of such event a majority in interest of the remaining Members shall consent, in writing, to the continuation of the Limited Liability Company.

ARTICLE VI

The Company shall be managed by manager representatives selected by each one of the entities which is a Member hereof and each of whom shall continue in his capacity following his appointment until he shall be replaced by a new designee in accordance with the Operating Agreement and regulations of the Limited Liability Company as such successors are duly elected and qualified and assume their duties. The initial managers who shall serve until the first annual

fles ma

meeting of the members or until their successors are elected and qualified are: ROBERT BIRKFELD, c/o COASTCOM CORPORATION, 1680 S W Bayshore Boulevard, Port St. Lucie, Florida; MAX JARAMILLO, c/o LATIN PRESS, Post Office Box 5465, Somerville, New Jersey 08876.

IN WITNESS WHEREOF the undersigned has set his hand and seal this 11TH day of December, 1995.

(Corporate Seal)

COASTCOM CORPORATION

ROBERT BIRKFELD President

Corporate Seal)

LATIN PRESS, INC,

MANUELA JARAMILLO, President

STATE OF FLORIDA COUNTY OF ST. LUCIE

BEFORE ME, the undersigned authority, personally appeared ROBERT BIRKFELD, President of COASTCOM CORPORATION, who is personally known to me and who did not take an oath, and who subscribed the above Articles of Organization, and he did freely and voluntarily acknowledge before me, according to law, that he made the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal, in the County and aforesaid this ______ day of December, 1995.

State last aforesaid this

Notary Public

My Commission

STATE OF NEW JERSEY COUNTY OF Jomes

BEFORE ME, the undersigned authority, personally appeared MANUELA JARAMILLO, President of LATIN PRESS, INC., who is personally known to me and who did not take an oath, and who subscribed the above Articles of Organization, and she did freely and voluntarily acknowledge before me, according to law, that she made the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal, in the County and State last aforesaid this 20 day of December, 1995.

Notary Public

My Commission Expires:

JOANN SEMANCIK NOTARY PUBLIC OF NEW JERSEY My Commission Expires March 15, 1999

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

FILED
96 JAN 16 PH 2: 00

The undersigned, having named as the Registered Agent FORIDA LATIN COAST, L. C., and as such agent to accept service of process of such Limited Liability Company, at the place designated in Article IV, and states that he is familiar with and hereby accepts the obligations of that position and to comply with the provisions of Chapter 608 of the Florida Statues pertaining to the same.

ROBERT SCHWENGER

Date: /2/24/15

AFFIDAVIT PURSUANT TO F.S. 608.407(2) FOR LATIN COAST, L. C.
The undersigned, ROBERT BIRKFELD, President of COASTCOM
CORPORATION, a Florida corporation, and a member of LATIN COAST,
L.C., upon duly sworn, does state:

- 1. LATIN COAST, L. C. has at least two members.
- 2. The members of said Limited Liability Company will contribute sums of money to the Limited Liability Company as follows:

COASTCOM CORPORATION \$ 2,500.00

LATIN PRESS, INC. \$ 2,500.00

TOTAL: \$ 5,000.00

3. The members of said Limited Liability Company will contribute their full equity in two trade publications circulated in Latin America, MARI PAPEL and INPRA LATINA, to the Limited Liability Company, valued as follows:

COASTCOM CORPORATION \$14,000.00

LATIN PRESS, INC. \$14,000.00

TOTAL \$28,000.00 Interest

- 4. The members of said Limited Liability Company will transfer to the Limited Liability Company all Accounts Receivable of MARI PAPEL, valued at \$21,110.60, and the members of said Limited Liability Company will assume all Accounts Payable of MARI PAPEL, valued at \$39,408.10, which constitutes a minus total of \$18,297.50 (-\$9,148.74 for each member).
- 5. The total amount of contributions of the members, representing such sums as indicated in #2, 3, & 4 above, are as follows:

COASTCOM CORPORATION: \$16,500 - \$9,148.74 = \$ 7,351.25

LATIN PRESS, INC. \$16,500 - \$9,148.74 = \$ 7,351.25

TOTAL CONTRIBUTION: \$14,702.50 Interest

FURTHER AFFIANT SAYETH NAUGHT.

ROBERT BIRKFELD

STATE OF FLORIDA

COUNTY OF ST. LUCIE

BEFORE ME, the undersigned authority, personally appeared ROBERT BIRKFELD, who is personally known to me who did not take an oath, and who subscribed the above Articles of Organization, and he did freely and voluntarily acknowledge before me, according to law, that he made the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal, in the County and State last aforesaid this 290 day of December, 1995.

(Seal)

Notary Public

My Commission

Expires:

